

Fill in this information to identify your case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF NORTH CAROLINA

Case number (if known)

Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Blueworks Corporation</u>		
2. All other names debtor used in the last 8 years	Include any assumed names, trade names and <i>doing business as</i> names		
3. Debtor's federal Employer Identification Number (EIN)	<u>32-0503957</u>		
4. Debtor's address	Principal place of business <u>8408 Channel Way</u> <u>Waxhaw, NC 28173</u> Number, Street, City, State & ZIP Code	Mailing address, if different from principal place of business P.O. Box, Number, Street, City, State & ZIP Code	Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	<u>https://www.blueworkspool.com/</u>		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____		

Debtor

Blueworks Corporation

Name

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.4431

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

 Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District	When	Case number	Case number
District	When	Case number	Case number

Debtor

Blueworks Corporation

Case number (if known)

Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

No
 Yes.

List all cases. If more than 1, attach a separate list

Debtor _____ Relationship _____
 District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? Check all that apply:

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
 A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
 It needs to be physically secured or protected from the weather.
 It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
 Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

Funds will be available for distribution to unsecured creditors.
 After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

1-49
 50-99
 100-199
 200-999

1,000-5,000
 5,001-10,000
 10,001-25,000

25,001-50,000
 50,001-100,000
 More than 100,000

15. Estimated Assets

\$0 - \$50,000
 \$50,001 - \$100,000
 \$100,001 - \$500,000
 \$500,001 - \$1 million

\$1,000,001 - \$10 million
 \$10,000,001 - \$50 million
 \$50,000,001 - \$100 million
 \$100,000,001 - \$500 million

\$500,000,001 - \$1 billion
 \$1,000,000,001 - \$10 billion
 \$10,000,000,001 - \$50 billion
 More than \$50 billion

16. Estimated Liabilities

\$0 - \$50,000

\$1,000,001 - \$10 million

\$500,000,001 - \$1 billion

Debtor

Blueworks Corporation

Name

Case number (if known)

<input type="checkbox"/> \$50,001 - \$100,000	<input checked="" type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor

Blueworks Corporation

Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 11, 2024

MM / DD / YYYY

X /s/ Michael Bowers

Signature of authorized representative of debtor

Michael Bowers

Printed name

Title CRO

18. Signature of attorney

X /s/ Matthew L. Tomsic

Signature of attorney for debtor

Date June 11, 2024

MM / DD / YYYY

Matthew L. Tomsic

Printed name

Rayburn Cooper & Durham, P.A.

Firm name

**227 West Trade Street, Suite 1200
Charlotte, NC 28202**

Number, Street, City, State & ZIP Code

Contact phone 704-334-0891

Email address mtomsic@rcdlaw.net

52431 NC

Bar number and State

Fill in this information to identify the case:

Debtor name Blueworks Corporation

United States Bankruptcy Court for the: WESTERN DISTRICT OF NORTH CAROLINA

Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration* _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 11, 2024

X /s/ Michael Bowers

Signature of individual signing on behalf of debtor

Michael Bowers

Printed name

CRO

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Blueworks Corporation**
 United States Bankruptcy Court for the: **WESTERN DISTRICT OF NORTH CAROLINA**
 Case number (if known): _____

Check if this is an
 amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Blueworks Innovation Corporation c/o Christina D. Trimmer Shumaker Loop & Kendrick, LLP 101 South Tryon Street, Suite 2200 Charlotte, NC 28280	Christina D. Trimmer, Alex Long ctrimmer@shumaker.com, along@shumaker.com 704-945-2151, 704-945-2911	Appealed Judgment	Contingent Unliquidated Disputed			\$16,021,736.30
Digital Evidence Group LLC c/o National Registered Agents, Inc. 1015 15th St. NW, Suite 1000 Washington, DC 20005		Professional Services				\$54,872.21
Dongfang Yu 2210 Legacy Oak Drive Waxhaw, NC 28173		Salary				\$2,501.50
Hayward Industries, Inc. c/o Chad Ewing Womble Bond Dickinson, LLP 301 South College Street, Suite 3500 Charlotte, NC 28202	Chad Ewing chad.ewing@wbd-us.com 704-331-4996	Appealed Judgment	Contingent Disputed			\$16,021,736.30
Jinghong Shi P.O. Box 1312 Grand Junction, CO 81502		Loan				\$90,000.00

Debtor **Blueworks Corporation**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Kathleen Grace 470 Lytle Cove Rd. Swannanoa, NC 28778		Professional Services				\$8,848.72
KJ Accounting Services 53 Carnegie Avenue Staten Island, NY 10314		Professional Services				\$10,000.00
NC Department of Revenue PO Box 25000 Raleigh, NC 27640-0520		Taxes				\$455.00
Ningbo C.F. Electronic Tech. Co., Ltd. c/o Christina D. Trimmer & Alex Long Shumaker Loop & Kendrick, LLP 101 South Tryon Street, Suite 2200 Charlotte, NC 28280	Christina D. Trimmer, Alex Long ctrimmer@shumaker.com, along@shumaker.com 704-945-2151, 704-945-2911	Appealed Judgment/Trade Debts	Contingent Unliquidated Disputed			\$19,502,804.79
Ningbo Haishu Shuyujie Elec. Components Unit 15, ZhouGongZhai Village DongQiao Town, Haishu District, Ningbo, China 315174		Trade Debts				\$100,000.00
Ningbo Yishang Import and Export Co. Ltd c/o Christina D. Trimmer & Alex Long Shumaker Loop & Kendrick, LLP 101 South Tryon Street, Suite 2200 Charlotte, NC 28280	Christina D. Trimmer, Alex Long ctrimmer@shumaker.com, along@shumaker.com 704-945-2151, 704-945-2911	Appealed Judgment	Contingent Unliquidated Disputed			\$16,021,736.30
Platinum Intellectual Property, PC 3031 Tisch Way, Ste. 110 PW San Jose, CA 95128	Michelle Dunn michelle.dunn@platinum-ip.com 408-800-5884	Legal Fees				\$136,556.05

Debtor **Blueworks Corporation**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Shumaker, Loop & Kendrick, LLP 101 S. Tryon St., Suite 2200 Charlotte, NC 28280	Christina D. Trimmer, Alex Long ctrimmer@shumaker.com, along@shumaker.com 704-945-2151, 704-945-2911	Legal Fees				\$250,175.17

United States Bankruptcy Court
Western District of North Carolina

In re **Blueworks Corporation**

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Haoqi Sun	Common	70%	Shareholder
Zefeng Chen	Common	30%	Shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **CRO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **June 11, 2024**

Signature **/s/ Michael Bowers**
Michael Bowers

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Western District of North Carolina**

In re Blueworks Corporation

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the CRO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: June 11, 2024

/s/ Michael Bowers
Michael Bowers/CRO
Signer/Title

Amazon.com, Inc.
Amazon Legal Department
Attn: General Counsel
2021 7th Avenue
Seattle, WA 98121

Amazon.com, Inc.
410 Terry Avenue North
Seattle, WA 98109

American Express National Bank
c/o CT Corporation System, Reg. Agent
160 Mine Lake Ct., Suite 200
Raleigh, NC 27615-6417

Blueworks Innovation Corporation
c/o Christina D. Trimmer
Shumaker Loop & Kendrick, LLP
101 South Tryon Street, Suite 2200
Charlotte, NC 28280

Digital Evidence Group LLC
c/o National Registered Agents, Inc.
1015 15th St. NW, Suite 1000
Washington, DC 20005

Dongfang Yu
2210 Legacy Oak Drive
Waxhaw, NC 28173

Haoqi Sun
No. 24, Sun Jia Shan
New Maoshan Village, Jing Shan Town
Ningbo, China 315193

Hayward Industries, Inc.
c/o Chad Ewing
Womble Bond Dickinson, LLP
301 South College Street, Suite 3500
Charlotte, NC 28202

Internal Revenue Service
Centralized Insolvency Operation
2970 Market Street
Mail Stop 5-Q30-133
Philadelphia, PA 19104-5016

Internal Revenue Service
Centralized Insolvency Operation
PO Box 7346
Philadelphia, PA 19101

Jinghong Shi
P.O. Box 1312
Grand Junction, CO 81502

Kathleen Grace
470 Lytle Cove Rd.
Swannanoa, NC 28778

KJ Accounting Services
53 Carnegie Avenue
Staten Island, NY 10314

Mocraft Corporation
99 Hook Road, Suite 5
Bayonne, NJ 07002

NC Department of Revenue
PO Box 25000
Raleigh, NC 27640-0520

Ningbo C.F. Electronic Tech. Co., Ltd.
c/o Christina D. Trimmer & Alex Long
Shumaker Loop & Kendrick, LLP
101 South Tryon Street, Suite 2200
Charlotte, NC 28280

Ningbo Haishu Shuyujie Elec. Components
Unit 15, ZhouGongZhai Village
DongQiao Town, Haishu District,
Ningbo, China 315174

Ningbo Yishang Import and Export Co. Ltd
c/o Christina D. Trimmer & Alex Long
Shumaker Loop & Kendrick, LLP
101 South Tryon Street, Suite 2200
Charlotte, NC 28280

Platinum Intellectual Property, PC
3031 Tisch Way, Ste. 110 PW
San Jose, CA 95128

Shumaker, Loop & Kendrick, LLP
101 S. Tryon St., Suite 2200
Charlotte, NC 28280

US Attorney for Western District of NC
Attn: Bankruptcy Division
227 West Trade Street, Suite 1650
Charlotte, NC 28202

Zefeng Chen
c/o J. Walton Milam III
Rosenwood, Rose & Litwak, PLLC
1712 Euclid Avenue
Charlotte, NC 28203

Zhoujing "Gina" Lu
c/o Richard S. Wright
Moon Wright & Houston, PLLC
212 N. McDowell Street, Suite 200
Charlotte, NC 28204

United States Bankruptcy Court
Western District of North Carolina

In re **Blueworks Corporation**

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Blueworks Corporation in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [Check if applicable]

June 11, 2024

Date

/s/ Matthew L. Tomsic

Matthew L. Tomsic

Signature of Attorney or Litigant

Counsel for Blueworks Corporation

Rayburn Cooper & Durham, P.A.

227 West Trade Street, Suite 1200

Charlotte, NC 28202

704-334-0891

mtomsic@rcdlaw.net